

2005

BERICAP UK LIMITED

Report and Financial Statements

Year Ended

31 December 2005



BDO

BDO Stoy Hayward
Chartered Accountants

BERICAP UK LIMITED

Annual report and financial statements for the year ended 31 December 2005

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Directors

G Krautkramer
C Krautkramer
P Shearman
J Brook
PJ Evans

Secretary and registered office

P Shearman, Oslo Road, Sutton Fields Industrial Estate, Hull, HU7 0YN.

Registered number

2566980

Auditors

BDO Stoy Hayward LLP, 1 City Square, Leeds, LS1 2DP

BERICAP UK LIMITED

Report of the directors for the year ended 31 December 2005

The directors present their report together with the audited financial statements for the year ended 31 December 2005.

Results and dividends

The profit and loss account is set out on page 5 and shows the profit for the year.

The directors do not recommend payment of a dividend.

Principal activities, review of business and future developments

The company is engaged in the manufacture of primarily plastic closures but also some metal closures for the packaging industry.

Sales in 2005 increased by 21% over 2004 enabling a return to a small profit. The massive increase in electricity prices was a significant factor in increased costs for the last quarter of 2005 and going forward into 2006.

Some of the new products took longer than planned to finalise and launch which reduced the level of sales to below that targeted.

For 2006, a further double digit sales growth is planned on existing developed products. Cost reduction, as well as growth, will be used to help offset the increases in electricity as we continue to trade in a very competitive market. An increase in the profitability level for 2006 over 2005 is thus expected.

Market value of land and buildings

The directors are of the opinion that the carrying value of the freehold land and property is not materially different from their market value.

Research and development

The company is continually researching and developing new products.

Directors

The directors of the company who served during the year are shown below. None of the directors had any interests in the shares of the company at the start and end of the year under review.

G Krautkramer
C Krautkramer
P Shearman
J Brook
PJ Evans

G Krautkramer and C Krautkramer are also directors of the parent company. Their interests in the shares of the parent company is disclosed in the parent company's financial statements.

BERICAP UK LIMITED

Report of the directors for the year ended 31 December 2005 (*Continued*)

Directors' responsibilities

Company law requires the directors to prepare financial statements for each financial period which give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act 1985. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditors

BDO Stoy Hayward LLP have expressed their willingness to continue in office and a resolution to re-appoint them will be proposed at the next annual general meeting.

On behalf of the Board



PJ Evans
Director

27.04.06

BERICAP UK LIMITED

Report of the independent auditors

To the shareholders of Bericap Limited

We have audited the financial statements of Bericap UK Limited for the year ended 31 December 2005 which comprise the profit and loss account, the balance sheet and the related notes. These financial statements have been prepared under the accounting policies set out therein.

Respective responsibilities of directors and auditors

As described in the Statement of Directors' Responsibilities the company's directors are responsible for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland).

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the directors' report is not consistent with the financial statements, if the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatements within it.

Our report has been prepared pursuant to the requirements of the Companies Act 1985 and for no other purpose. No person is entitled to rely on this report unless such a person is a person entitled to rely upon this report by virtue of and for the purpose of the Companies Act 1985 or has been expressly authorised to do so by our prior written consent. Save as above, we do not accept responsibility for this report to any other person or for any other purpose and we hereby expressly disclaim any and all such liability.

Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

BERICAP UK LIMITED

Report of the independent auditors (*Continued*)

Opinion

In our opinion the financial statements:

- give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2005 and of its profit for the year then ended; and
- have been properly prepared in accordance with the Companies Act 1985.



BDO STOY HAYWARD LLP

*Chartered Accountants
and Registered Auditors*
Leeds

Date *27 April 2006*

BERICAP UK LIMITED**Profit and loss account for the year ended 31 December 2005**

	Note	2005 £	2004 £
Turnover	2	14,636,108	12,076,376
Changes in stocks of finished goods and work in progress		114,176	13,346
Other operating income		140,436	95,827
		<u>14,890,720</u>	<u>12,185,549</u>
Raw materials and consumables		(6,725,575)	(5,521,300)
Staff costs	3	(3,244,287)	(2,994,242)
Depreciation of tangible fixed assets		(1,606,828)	(1,551,740)
Other operating charges		(2,925,120)	(2,496,198)
		<u>388,910</u>	<u>(377,931)</u>
Operating profit/(loss)	5	388,910	(377,931)
Interest payable and similar charges	6	(381,759)	(346,444)
		<u>7,151</u>	<u>(724,375)</u>
Profit/(loss) on ordinary activities before and after taxation and retained for the year	16	7,151	(724,375)

All amounts relate to continuing activities.

There were no recognised gains or losses in either year other than the profit/(loss) for the year.

The notes on pages 8 to 21 form part of these financial statements.

BERICAP UK LIMITED**Balance sheet at 31 December 2005**

	Note	2005 £	2004 £
Fixed assets			
Tangible fixed assets	8	8,515,452	9,477,516
Current assets			
Stocks	9	1,562,774	1,383,277
Debtors	10	2,882,922	2,342,076
Cash at bank and in hand		1,270	792
		<hr/>	<hr/>
		4,446,966	3,726,145
Creditors: amounts falling due within one year	11	(4,085,946)	(4,779,534)
		<hr/>	<hr/>
Net current assets/liabilities		361,020	(1,053,389)
Total assets less current liabilities		8,876,471	8,424,127
Creditors: amounts falling due after more than one year	12	(3,771,197)	(4,326,003)
		<hr/>	<hr/>
Net assets		5,105,275	4,098,124
		<hr/>	<hr/>
Capital and reserves			
Called up share capital - equity	15	4,940,000	1,700,000
Called up share capital - non equity	15	-	2,240,000
Profit and loss account	16	165,275	158,124
		<hr/>	<hr/>
Shareholders' funds	17	5,105,275	4,098,124
		<hr/>	<hr/>

The financial statements were approved by the Board of Directors on 27.04.06 .



PJ Evans
Director

The notes on pages 8 to 21 form part of these financial statements.

BERICAP UK LIMITED**Cash flow statement for the year ended 31 December 2005**

		2005 £	2004 £
Net cash flow from operating activities	21	1,785,448	974,854
Returns on investment and servicing of finance			
- Interest paid		(335,879)	(321,042)
- Interest element of finance lease rental payments		(45,880)	(25,402)
Capital expenditure and financial investment			
- Purchase of tangible fixed assets		(504,247)	(1,229,538)
- Sale of tangible fixed assets		32,000	302,131
Cash flow before use of liquid resources and financing		1,071,878	(298,997)
Financing			
- Capital element of finance lease rental payments		(180,250)	(67,959)
- Repayment of bank loans		(395,639)	(379,775)
- Issue of new share capital		1,000,000	-
- Decrease in loans with group companies		(6,981)	-
Increase/(decrease) in cash	22/23	1,348,572	(746,731)

The notes on pages 8 to 21 form part of these financial statements

BERICAP UK LIMITED

Notes forming part of the financial statements for the year ended 31 December 2005

1 Accounting policies

The financial statements have been prepared under the historical cost convention and are in accordance with applicable accounting standards. The following principal accounting policies, which have not changed in the period, have been applied:

Turnover

Turnover represents sales to customers at invoiced amounts less value added tax.

Tangible fixed assets and depreciation

Depreciation is provided to write off the cost of fixed assets, less estimated residual values, of all fixed assets, except freehold land, evenly over their expected useful economic lives. It is calculated at the following rates:

Freehold buildings	2.5% per annum on cost
Plant and machinery	Between 16.67% and 33.33% per annum on cost
Fixtures, fittings and equipment	16.67% per annum on cost

Stocks

Stocks are valued at the lower of cost and net realisable value. Cost is based on the cost of purchase on a first in, first out basis. Net realisable value is based on estimated selling price less additional costs to completion and disposal.

Deferred taxation

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that the recognition of deferred tax assets is limited to the extent that the company anticipates making sufficient taxable profits in the future to absorb the reversal of the underlying timing differences.

Deferred tax balances arising from underlying timing differences in respect of tax allowances on industrial buildings are reversed if and when the conditions for retaining those allowances have been met.

Deferred tax balances are not discounted.

Foreign currency

Foreign currency transactions of individual companies are translated at the rates ruling when they occurred. Foreign currency monetary assets and liabilities are translated at the rates ruling at the balance sheet dates. Any differences are taken to the profit and loss account.

Government grant

Grants relating to the expenditure on tangible fixed assets are credited to the profit and loss account at the same rate as the depreciation on the assets to which the grant relates. The deferred element of the grant is included in creditors as deferred income.

BERICAP UK LIMITED

Notes forming part of the financial statements for the year ended 31 December 2005 (*Continued*)

1 Accounting policies (*Continued*)

Research and development

The company is continually researching and developing new products. Costs associated with research and development are taken to the profit and loss account in the year in which they occur.

Going concern

The financial statements are prepared on a going concern basis as the directors anticipate that the support of the holding companies and the bank will continue for the foreseeable future.

Leased assets

Where assets are financed by leasing agreements that give rights approximating to ownership (finance leases), the assets are treated as if they had been purchased outright. The amount capitalised is the present value of the minimum lease payments payable during the lease term. The corresponding leasing commitments are shown as amounts payable to the lessor. Depreciation on the relevant assets is charged to the profit and loss account.

Lease payments are analysed between capital and interest components. The interest element of the payment is charged to the profit and loss account over the period of the lease and is calculated so that it represents a constant proportion of the balance of capital repayments outstanding. The capital part reduces the amounts payable to the lessor.

All other leases are treated as operating leases. Their annual rentals are charged to the profit and loss account on a straight-line basis over the term of the lease.

Pension costs

Contributions to the company's defined contribution pension scheme are charged to the profit and loss account in the year in which they become payable.

2 Turnover

The turnover and result before taxation is wholly attributable to the manufacture of metal and plastic closures and closure systems for the packaging industry.

Turnover is analysed by market below.

	2005 £	2004 £
United Kingdom	10,423,246	8,661,276
Other European Union	3,414,877	3,028,873
Other	797,985	386,227
	<hr/>	<hr/>
	14,636,108	12,076,376
	<hr/>	<hr/>

BERICAP UK LIMITEDNotes forming part of the financial statements for the year ended 31 December 2005 (*Continued*)**3 Employees**

Staff costs consist of:

	2005 £	2004 £
Wages and salaries	2,864,736	2,627,146
Social security costs	252,534	245,155
Other pension costs	127,017	121,941
	<u>3,244,287</u>	<u>2,994,242</u>

The average number of employees, including directors, during the year was as follows:

	2005 No	2004 No
Manufacturing	86	82
Commercial, technical and administration	34	30
	<u>120</u>	<u>112</u>

4 Directors remuneration

	2005 £	2004 £
Directors' remuneration consist of:		
Salaries and benefits in kind	283,999	278,003
Payments to defined contribution pension scheme	23,395	22,212
	<u>307,394</u>	<u>300,215</u>
Number of directors for which benefits are accruing under the company's defined contribution pension scheme	3	3

The emoluments of the highest paid director amounted to £131,915 (2004 - £128,632).

BERICAP UK LIMITED**Notes forming part of the financial statements for the year ended 31 December 2005 (Continued)****5 Operating profit/(loss)**

	2005	2004
	£	£
This is arrived at after charging/(crediting):		
Depreciation – owned assets	1,428,576	1,489,266
Depreciation – assets held under finance leases	178,252	62,474
Hire of plant and machinery – operating leases	52,721	143,142
Hire of other assets – operating leases	53,277	55,136
Auditors' remuneration - audit services	15,300	15,000
Auditors' remuneration – non audit services	4,310	4,000
(Profit)/loss on the sale of fixed assets	90,948	(45,951)
Release of deferred government grant	(2,460)	(2,460)
Release of capital contribution	(137,976)	(93,367)
Foreign exchange losses	5,726	13,486

6 Interest payable and similar charges

	2005	2004
	£	£
Loans from group undertakings	53,729	49,806
Bank loans and overdraft	282,150	271,236
Finance leases	45,880	25,402
	<u>381,759</u>	<u>346,444</u>

7 Tax on profit/(loss) on ordinary activities

There is no tax charge for either the current or prior year due to the generation and availability of taxable losses.

BERICAP UK LIMITED**Notes forming part of the financial statements for the year ended 31 December 2005 (Continued)****7 Tax on profit/(loss) on ordinary activities (continued)**

The tax assessed for the year is less than the standard rate of corporation tax in the UK.

The differences are explained below:

	2005 £	2004 £
Profit/(loss) on ordinary activities before tax	7,151	(724,375)
Tax on profit/(loss) on ordinary activities at the standard rate of corporation tax of 30% (2004: 30%)	2,145	(217,313)
Effect of:		
Expenses not deductible for tax purposes	4,035	3,446
Depreciation in excess of capital allowances	10,569	212,960
Short term timing differences	103	907
Tax losses utilised	(16,852)	-
Tax for the year	-	-

Factors affecting future tax years

There are losses of approximately £2,657,000 (2004:£2,714,000) available for offset against profits in future years.

BERICAP UK LIMITED

Notes forming part of the financial statements for the year ended 31 December 2005 (Continued)

8 Tangible assets

	Freehold land and buildings £	Plant and machinery £	Fixtures, fittings and equipment £	Assets under construction £	Total £
<i>Cost</i>					
At 1 January 2005	5,749,377	12,481,637	1,912,456	507,437	20,650,907
Additions	-	464,489	94,312	208,910	767,711
Transfers	-	507,437	-	(507,437)	-
Disposals	-	(500,194)	(9,794)	-	(509,988)
At 31 December 2005	5,749,377	12,953,369	1,996,974	208,910	20,908,630
<i>Depreciation</i>					
At 1 January 2005	892,443	8,791,648	1,489,300	-	11,173,391
Provided for the year	128,984	1,360,709	117,134	-	1,606,827
Disposals	-	(377,246)	(9,794)	-	(387,040)
At 31 December 2005	1,021,427	9,775,111	1,596,640	-	12,393,178
<i>Net book value</i>					
At 31 December 2005	4,727,950	3,178,258	400,334	208,910	8,515,452
At 31 December 2004	4,856,934	3,689,989	423,156	507,437	9,477,516

Included within the net book value of £8,515,453 is £760,620 (2004 - £625,653) relating to assets held under finance leases. The depreciation charged to the accounts in the year in respect of such assets amounted to £178,252 (2004 - £62,474).

9 Stocks

	2005 £	2004 £
Raw materials and consumables	601,707	536,387
Work in progress	42,724	34,720
Finished goods held for resale	918,343	812,170
	1,562,774	1,383,277

There is no material difference between the value of the stocks shown above and their replacement costs.

BERICAP UK LIMITED**Notes forming part of the financial statements for the year ended 31 December 2005 (Continued)****10 Debtors**

	2005	2004
	£	£
Trade debtors	2,410,545	1,942,555
Amounts owed by group undertakings (note 24)	71,454	142,341
Prepayments and accrued income	400,923	257,180
	<hr/>	<hr/>
	2,882,922	2,342,076
	<hr/>	<hr/>

11 Creditors: amounts falling due within one year

	2005	2004
	£	£
Bank overdraft	1,153,938	2,502,032
Bank loans	348,000	348,000
Trade creditors	1,259,481	730,702
Amounts owed to group undertakings (note 24)	555,607	673,839
Other taxation and social security costs	150,426	90,611
Other creditors	34,422	36,298
Obligations under finance leases	213,848	118,888
Accruals and deferred income	370,224	279,164
	<hr/>	<hr/>
	4,085,946	4,779,534
	<hr/>	<hr/>

12 Creditors: amounts falling due after more than one year

	2005	2004
	£	£
Bank loans	1,695,048	2,090,687
Deferred income	201,709	342,149
Obligations under finance leases	454,249	465,995
Amounts owed to group undertakings (note 24)	1,420,191	1,427,172
	<hr/>	<hr/>
	3,771,197	4,326,003
	<hr/>	<hr/>

BERICAP UK LIMITEDNotes forming part of the financial statements for the year ended 31 December 2005 (*Continued*)**13 Bank borrowings and finance lease commitments**

	2005 £	2004 £
Bank borrowings consist of the following:		
Bank overdraft	1,153,938	2,502,032
Base rate loan	1,828,887	2,168,689
Euro currency	214,161	269,998
	<u>3,196,986</u>	<u>4,940,719</u>
Bank overdraft	1,153,938	2,502,032
Bank loans	2,043,048	2,438,687
	<u>3,196,986</u>	<u>4,940,719</u>

The bank borrowings are secured by a fixed and floating charge over the company's freehold land and buildings and by a fixed and floating charge over all current and future assets of the company.

The repayment of the bank overdraft is fully fluctuating. Bank loans are repayable as follows:

	2005 £	2004 £
In one year or on demand	348,000	348,000
In more than one year but not more than two years	348,000	348,000
In more than two years but not more than five years	1,044,000	1,044,000
In more than five years	303,048	698,687
	<u>2,043,048</u>	<u>2,438,687</u>

The base rate loan is repayable over an 8 year term by initial monthly instalments of £38,657. Interest is applied at a rate of 1.5% over the bank's base rate.

The Euro currency loan is repayable over a 92 month term by initial monthly instalments of €6,250. Interest is applied at a rate of 1.125% above the bank's currency euro base rate.

BERICAP UK LIMITEDNotes forming part of the financial statements for the year ended 31 December 2005 (*Continued*)**13 Bank borrowings and finance lease obligations (*Continued*)**

	2005 £	2004 £
Finance lease obligations consist of the following:		
Obligations under finance lease	668,097	584,883
	<u>668,097</u>	<u>584,883</u>
Maturity of debt is as follows:		
	2005 £	2004 £
In one year or on demand	213,848	118,888
In more than one year but not more than two years	227,658	127,360
In more than two years but not more than five years	226,591	338,635
	<u>668,097</u>	<u>584,883</u>

14 Provisions for liabilities and charges

	2005 £	2004 £
<i>Deferred tax</i>		
Deferred tax comprises the following:		
Accelerated capital allowances	285,553	296,121
Taxable losses	(285,553)	(296,121)
	<u>-</u>	<u>-</u>

At the year end there was an unprovided deferred tax asset of £511,500 (2004 - £519,100).

BERICAP UK LIMITED**Notes forming part of the financial statements for the year ended 31 December 2005 (Continued)****15 Share capital**

	2005 £	2004 £
<i>Authorised</i>		
Ordinary shares of £1 each	4,940,000	1,700,000
Redeemable preference shares of £1 each	-	2,240,000
	<hr/>	<hr/>
	4,940,000	3,940,000
	<hr/>	<hr/>
<i>Allotted, called up and fully paid</i>		
Ordinary shares of £1 each	4,940,000	1,700,000
Redeemable preference shares of £1 each	-	2,240,000
	<hr/>	<hr/>
	4,940,000	3,940,000
	<hr/>	<hr/>

During the year the 2,240,000 redeemable preference shares of £1 each were converted into 2,240,000 ordinary shares of £1 each, ranking pari passu with the existing ordinary shares.

In addition 1,000,000 ordinary shares of £1 each were issued at par for the purpose of [providing additional working capital to the company].

16 Reserves

	Profit and loss account £
At 1 January 2005	158,124
Retained profit for the year	7,151
	<hr/>
At 31 December 2005	165,275
	<hr/>

BERICAP UK LIMITED**Notes forming part of the financial statements for the year ended 31 December 2005 (Continued)****17 Reconciliation of movements in shareholders' funds**

	2005 £	2004 £
Profit/(loss) for the year	7,151	(724,375)
Additional share capital	1,000,000	-
	<hr/>	<hr/>
Net addition to/(withdrawal from) shareholders funds	1,007,151	(724,375)
Opening shareholders funds	4,098,124	4,822,499
	<hr/>	<hr/>
Closing shareholders funds	5,105,275	4,098,124
	<hr/>	<hr/>

18 Pensions

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The pension cost charge represents contributions payable by the company to the fund of £127,017 (2004: £121,941).

19 Commitments under operating leases

As at 31 December 2005, the company had annual commitments under non-cancellable operating leases as set out below:

	2005 £	2004 £
<i>Plant and machinery</i>		
Operating leases which expire:		
Within one year	-	12,121
In two to five years	187,651	-
After more than five years	-	-
	<hr/>	<hr/>
	187,651	12,121
	<hr/>	<hr/>

20 Capital commitments

	2005 £	2004 £
Contracted for, but not provided for	293,900	234,603
	<hr/>	<hr/>

BERICAP UK LIMITEDNotes forming part of the financial statements for the year ended 31 December 2005 *(Continued)***21 Reconciliation of operating profit/(loss) to net cash inflow from operating activities**

	2005 £	2004 £
Operating profit/(loss)	388,910	(377,931)
Depreciation	1,606,827	1,551,740
Loss/(profit) on disposal of fixed assets	90,948	(45,951)
(Increase) in stocks	(179,497)	(179,071)
(Increase) in debtors	(540,846)	(300,002)
Increase in creditors	559,542	329,069
	<u>1,925,884</u>	<u>974,854</u>

22 Reconciliation of net cash inflow/(outflow) to movement in net debt

	2005 £	2004 £
Increase/(decrease) in cash in the year	1,348,572	(746,731)
Cash outflow from changes in debt	582,870	447,734
Inception of finance leases	(263,464)	(652,842)
	<u>1,667,978</u>	<u>(951,839)</u>
Movement in net debt		
Net debt at the start of the year	(6,951,982)	(6,000,503)
	<u>(5,284,004)</u>	<u>(6,951,982)</u>

BERICAP UK LIMITEDNotes forming part of the financial statements for the year ended 31 December 2005 (*Continued*)**23 Analysis of changes in net debt**

	At 1 January 2005 £	Cashflows £	Non- cashflows £	At 31 December 2005 £
Cash at bank and in hand	792	478	-	1,270
Bank overdrafts	(2,502,032)	1,348,094	-	(1,153,938)
	<u>(2,501,240)</u>	<u>1,348,572</u>	<u>-</u>	<u>(1,152,668)</u>
Bank loans	(2,438,687)	395,639	-	(2,043,048)
Obligations under finance lease	(584,883)	180,250	(263,464)	(668,097)
Loans with group companies	(1,427,172)	6,981	-	(1,420,191)
		<u>582,870</u>		
	<u>(6,951,982)</u>	<u>1,931,442</u>	<u>(263,464)</u>	<u>(5,284,004)</u>

Non cash flows relate to finance lease agreements entered into during the year.

24 Related party transactions*Related party transactions and balances*

The group companies with which the company had material dealings during the year are as follows:

<i>Name</i>	<i>Country of Operation</i>	<i>Relationship</i>
Bericap Holding GmbH	Germany	Joint intermediate holding company
Bericap GmbH & Co. KG	Germany	Subsidiary of ultimate holding company
Rical S.A.	France	Joint intermediate holding company
Bericap S.A.R.L.	France	Fellow subsidiary of intermediate holding company
Bericap S.A.	Spain	Fellow subsidiary of intermediate holding company
Bekomold Bt.	Hungary	Subsidiary of ultimate holding company
Bericap Polska Sp. z o.o.	Poland	Fellow subsidiary of intermediate holding company
Formadmold	Poland	Subsidiary of ultimate holding company

BERICAP UK LIMITED**Notes forming part of the financial statements for the year ended 31 December 2005 (Continued)****24 Related party transactions (Continued)**

The aggregate amounts of trading transactions with group companies are:

	2005 £	2004 £
Sales – closures	522,267	433,117
Sales – fixed assets	-	218,922
Sales – other	31,858	56,216
Purchases – closures	425,814	556,885
Purchases – fixed assets	7,084	630,491
Interest charge	53,729	49,806
Other operating charges	218,717	155,363
Balances due from group companies	71,454	142,341
Balances due to group companies	555,607	673,839

All transactions were undertaken on normal commercial terms.

Loans due to group companies are as follows:

	2005 £	2004 £
Rical S.A.	220,191	227,172
Bericap Holding GmbH	1,200,000	1,200,000
	1,420,191	1,427,172

Interest was charged during the year as follows:

- Rical S.A. – 4.5% per annum;
- Bericap Holding GmbH – 1% over EURIBOR rate per annum.

From 31 December 2005 interest charges are anticipated to be at the same rates. No formal repayment schedule for either loan has been agreed.

25 Ultimate controlling party

The ultimate controlling party is Gunter Krautkrämer.